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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**PHOENIX ART GROUP, INC.**

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PHOENIX ART GROUP, INC.**

*Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** The name of the corporation is:

Phoenix Art Group, Inc.

**SECOND:** ARTICLE I to the Articles of Incorporation is hereby amended in its entirety as follows:

**ARTICLE I  
NAME OF CORPORATION**

The name of the Corporation shall be **OSports.com, Inc.**

**THIRD:** ARTICLE XII is hereby added to the Articles of Incorporation as follows:

**ARTICLE XII  
AFFILIATED TRANSACTIONS AND CONTROL-SHARE ACQUISITIONS**


The Corporation expressly elects not to be governed by the provisions of Florida Statutes Sections 607.0901 and 607.0902.

**FOURTH:** The date of adoption for the above amendments is November 15, 1999.

**FIFTH:** The above amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

The undersigned officer of the Corporation has executed these Articles of Amendment to Articles of Incorporation this 15<sup>th</sup> day of November, 1999.

**PHOENIX ART GROUP, INC.**

By:  President  
Robert Ausborn, President  
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Marina Choudas, Esquire  
Florida Bar # 0066672  
Foley & Lardner  
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